

RECORDATION NO. 26162-0 FILED

AUG 15 2007 -4 28 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301

WASHINGTON, D.C.

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

August 15, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Termination and Release of Security Interest, dated as of August 14, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Security Agreement previously filed with the Board under Recordation Number 26162-L.

The name and address of the party to the enclosed document are:

Secured Party/

Assignee: Bank of America N.A.
600 Peachtree Street NE
Atlanta GA 30308

[Debtor/Assignor: Infinity Rail, LLC
817 West Peachtree Street, Suite M110
Atlanta, GA 30308]

Mr. Vernon A. Williams
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A description of the railroad equipment covered by the enclosed document is:

52 boxcars: IFRX 1000 – IFRX 1051 (formerly within the series ONT 7801 – ONT 7909 as more particularly set forth in the attachment to the document).

A short summary of the document to appear in the index is:

Partial Termination and Release of Security Interest.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', followed by a horizontal line.

Robert W. Alvord

EML/sem
Enclosures

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Partial Termination and Release of Security Interest

SURFACE TRANSPORTATION BOARD

For value received, Bank of America, N.A. ("Secured Party"), only with respect to the railroad equipment described in Schedule 1 attached hereto (the "Released Rail Cars"), terminates and releases any and all rights and interests of Secured Party with respect to the Released Rail Cars, including without limitation any security interests in the Released Rail Cars pursuant to the Security Agreement dated as of January 30, 2006, between Infinity Rail, LLC, as debtor, and Bank of America, N.A., as secured party, as amended.

A memorandum of Secured Party's rights and interests with respect to the Released Rail Cars under the above-referenced Security Agreement was recorded with the Surface Transportation Board on March 20, 2007 at 12:15 p.m. under Recordation No. 26162-L. To the extent (but only to the extent) related to the Released Rail Cars, Secured Party releases and terminates its rights and interests covered by that memorandum.

EXECUTED as of August 14, 2007.

BANK OF AMERICA, N.A.

By: Philip Potter
Name: Philip Potter
Title: VP

State of Georgia, County of Fulton

On August 14, 2007, before me personally appeared Philip Potter to me personally known, who being by me duly sworn says that he is VP of Bank of America, N.A., and that, as such officer, being duly authorized to do so, he executed the foregoing instrument on behalf of said bank.

Sherry Siegwirth
Notary Public
My commission expires: 5-15-11

[NOTARIAL SEAL]

Schedule 1
Released Rail Cars

The following items, wherever located, now owned or hereafter acquired or arising, and all proceeds and products thereof, whether derived from voluntary or involuntary disposition or otherwise, and all accessions thereto:

(a) the rail cars described below, by type, reporting marks and road numbers (the "Released Rail Cars");

(b) all rights of Infinity Rail, LLC under and to any and all refurbishment, renovation or other improvement contracts with respect to the Released Rail Cars; and

(c) all general intangibles, chattel paper, insurance proceeds, insurance refund claims, tort claims, documents, and instruments in each case to the extent relating to the Released Rail Cars, together with all income therefrom, increases thereunder and proceeds thereof.

Released Rail Cars:
[listed on the following page]

Schedule 1 (continued)

Note: The following Released Cars were listed in the Memorandum of Security Agreement recorded with the Surface Transportation Board on March 20, 2007 at 12:15 p.m. under Recordation No. 26162-L.

fifty two (52) used boxcars having the following reporting marks and road numbers:

Unit Count	Old Mark	Old Number	New Mark	New Number
1	ONT	7801	IFRX	1000
2	ONT	7802	IFRX	1001
3	ONT	7803	IFRX	1002
4	ONT	7809	IFRX	1003
5	ONT	7810	IFRX	1004
6	ONT	7812	IFRX	1005
7	ONT	7814	IFRX	1006
8	ONT	7815	IFRX	1007
9	ONT	7816	IFRX	1008
10	ONT	7819	IFRX	1009
11	ONT	7820	IFRX	1010
12	ONT	7821	IFRX	1011
13	ONT	7822	IFRX	1012
14	ONT	7827	IFRX	1013
15	ONT	7828	IFRX	1014
16	ONT	7830	IFRX	1015
17	ONT	7832	IFRX	1016
18	ONT	7833	IFRX	1017
19	ONT	7835	IFRX	1018
20	ONT	7836	IFRX	1019
21	ONT	7838	IFRX	1020
22	ONT	7840	IFRX	1021
23	ONT	7846	IFRX	1022
24	ONT	7849	IFRX	1023
25	ONT	7850	IFRX	1024
26	ONT	7851	IFRX	1025
27	ONT	7856	IFRX	1026
28	ONT	7857	IFRX	1027
29	ONT	7858	IFRX	1028
30	ONT	7862	IFRX	1029
31	ONT	7863	IFRX	1030
32	ONT	7866	IFRX	1031
33	ONT	7868	IFRX	1032
34	ONT	7870	IFRX	1033
35	ONT	7872	IFRX	1034
36	ONT	7874	IFRX	1035
37	ONT	7875	IFRX	1036
38	ONT	7879	IFRX	1037
39	ONT	7880	IFRX	1038
40	ONT	7881	IFRX	1039
41	ONT	7882	IFRX	1040
42	ONT	7884	IFRX	1041
43	ONT	7886	IFRX	1042
44	ONT	7888	IFRX	1043
45	ONT	7889	IFRX	1044
46	ONT	7892	IFRX	1045
47	ONT	7893	IFRX	1046
48	ONT	7894	IFRX	1047
49	ONT	7902	IFRX	1048
50	ONT	7904	IFRX	1049
51	ONT	7907	IFRX	1050
52	ONT	7909	IFRX	1051

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 8/15/07



Robert W. Alvord